

COMBINED DECLARATION AND POWER OF ATTORNEY
 (Includes Reference to PCT International Applications)

ATTORNEY'S DOCKET NO.
9325-0010.10

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

LIPOSOMAL BUPIVACAINE COMPOSITIONS AND METHODS OF PREPARATION

the specification of which (check only one item below):

- is attached hereto.
 was filed as United States application Serial No. _____ on _____,
 and was amended on _____, (if applicable)
 was filed as PCT international application Number PCT/US99/06958 on 30 March 1999.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to patentability as defined in 37 CFR §1.56(a).

I hereby claim foreign priority benefits under 35 U.S.C. §119(a)-(d) or 365(b) of any foreign application(s) for patent or inventor's certificate or 365(a) of any PCT international application(s) which designated at least one country other than the United States of America listed below and have also identified below, by checking the box, any foreign application(s) for patent or inventor's certificate, or of any PCT international application(s) having a filing date before that of the application(s) on which priority is claimed.

PRIOR FOREIGN/PCT APPLICATION(S) AND ANY PRIORITY CLAIMS UNDER 35 U.S.C. §119:

COUNTRY (if PCT, indicate "PCT")	APPLICATION NUMBER	DATE OF FILING (day, month, year)	PRIORITY CLAIMED UNDER 35 USC §119	
			<input type="checkbox"/> YES	<input type="checkbox"/> NO

I hereby claim the benefit under 35 U.S.C. §120 of any United States application(s) or 365(c) of any PCT international application(s) designating the United States of America, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT application(s) in the manner provided by the first paragraph of 35, U.S.C. §112, I acknowledge the duty to disclose information which is material to patentability as defined in 37 CFR §1.56(a) which became available between the filing date of the prior application(s) and the national or PCT international filing date of this application.

PRIOR U.S. APPLICATIONS OR PCT INTERNATIONAL APPLICATIONS DESIGNATING THE U.S. FOR BENEFIT UNDER 35 U.S.C. §120:

U.S. APPLICATIONS		STATUS (Check one)		
U.S. APPLICATION NUMBER	U.S. FILING DATE	PATENTE D	PENDING	ABANDONED
60/080,195	31 March 1998			X
PCT APPLICATIONS DESIGNATING THE U.S.				
PCT APPLICATION NO.	PCT FILING DATE	U.S. Serial Nos. Assigned (if any)		
PCT/US99/06958	30 March 1999			X

POWER OF ATTORNEY: As a named inventor, I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and transact all business in the Patent and Trademark Office connected therewith.

Peter J. Dehlinger 28,006 Judy M. Mohr 38,563
 Linda R. Judge 42,702 Gregory L. Heinkel 44,755

LeeAnn Gorthey 37,337

COMBINED DECLARATION AND POWER OF ATTORNEY (CONTINUED)
 (Includes Reference to PCT International Applications)

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9325-0010.10

Send Correspondence to: Iota Pi Law Group P.O. Box 60850 Palo Alto, CA 94306			Direct Telephone Calls to: LeeAnn Gorthey (650) 324-0880	
2 0 1	FULL NAME OF INVENTOR Grant	FAMILY NAME White Plains	FIRST GIVEN NAME Gilbert	SECOND GIVEN NAME J.
	RESIDENCE & CITIZENSHIP CITY		STATE OR FOREIGN COUNTRY New York	COUNTRY OF CITIZENSHIP US.
	POST OFFICE ADDRESS 23 Rolling Ridge Road		CITY New York	STATE & ZIP CODE/COUNTRY New York 10605/U.S.A.
2 0 2	FULL NAME OF INVENTOR Bolotin	FAMILY NAME Buffalo Grove	FIRST GIVEN NAME Elijah	SECOND GIVEN NAME M.
	RESIDENCE & CITIZENSHIP CITY		STATE OR FOREIGN COUNTRY Illinois	COUNTRY OF CITIZENSHIP IL
	POST OFFICE ADDRESS 650 Buckthorn Terrace		CITY Buffalo Grove	STATE & ZIP CODE/COUNTRY Illinois 60089/U.S.A.
2 0 3	FULL NAME OF INVENTOR Barenholz	FAMILY NAME Jerusalem	FIRST GIVEN NAME Yechezkel	SECOND GIVEN NAME
	RESIDENCE & CITIZENSHIP CITY		STATE OR FOREIGN COUNTRY Israel	COUNTRY OF CITIZENSHIP IL
	POST OFFICE ADDRESS 18 Nave Shannan		CITY Jerusalem 93707	STATE & ZIP CODE/COUNTRY Israel
2 0 4	FULL NAME OF INVENTOR Turndorf	FAMILY NAME New York	FIRST GIVEN NAME Herman	SECOND GIVEN NAME
	RESIDENCE & CITIZENSHIP CITY		STATE OR FOREIGN COUNTRY New York	COUNTRY OF CITIZENSHIP US
	POST OFFICE ADDRESS 330 East 38th St., Apt. 11D		CITY New York	STATE & ZIP CODE/COUNTRY New York 10016/U.S.A.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

SIGNATURE OF INVENTOR 201

11/15/00

Date

Signature

Gilbert J. Grant Jr.

SIGNATURE OF INVENTOR 202

Date

Signature

SIGNATURE OF INVENTOR 203

Date

Signature

SIGNATURE OF INVENTOR 204

Date

Signature

OMBINED DECLARATION AND POWER OF ATTORNEY (CONTINUED)
 includes Reference to PCT International Applications)

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RESIDENCE & CITIZENSHIP	CITY White Plains	STATE OR FOREIGN COUNTRY New York	COUNTRY OF CITIZENSHIP US.	
POST OFFICE ADDRESS	POST OFFICE ADDRESS 23 Rolling Ridge Road	CITY New York	STATE & ZIP CODE/COUNTRY New York 10605/U.S.A.	
FULL NAME OF INVENTOR	FAMILY NAME Bolotin	FIRST GIVEN NAME Elijah	SECOND GIVEN NAME M.	
RESIDENCE & CITIZENSHIP	CITY Buffalo Grove	STATE OR FOREIGN COUNTRY Illinois	COUNTRY OF CITIZENSHIP IL	
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SIGNATURE OF INVENTOR 201

:e _____ Signature

SIGNATURE OF INVENTOR 202

Elijah Bolotin (E. Bolotin) 11-08-00

SIGNATURE OF INVENTOR 203

:e _____ Signature

SIGNATURE OF INVENTOR 204

:e _____ Signature

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 (Includes Reference to PCT International Applications)

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201	FULL NAME OF INVENTOR	FAMILY NAME Grant	FIRST GIVEN NAME Gilbert	SECOND GIVEN NAME J.
	RESIDENCE & CITIZENSHIP	CITY White Plains	STATE OR FOREIGN COUNTRY New York	COUNTRY OF CITIZENSHIP U.S.
	POST OFFICE ADDRESS	POST OFFICE ADDRESS 23 Rolling Ridge Road	CITY New York	STATE & ZIP CODE/COUNTRY New York 10605/U.S.A.
202	FULL NAME OF INVENTOR	FAMILY NAME Boilotin	FIRST GIVEN NAME Elijah	SECOND GIVEN NAME M.
	RESIDENCE & CITIZENSHIP	CITY Buffalo Grove	STATE OR FOREIGN COUNTRY Illinois	COUNTRY OF CITIZENSHIP IL
	POST OFFICE ADDRESS	POST OFFICE ADDRESS 650 Buckthorn Terrace	CITY Buffalo Grove	STATE & ZIP CODE/COUNTRY Illinois 60089/U.S.A.
203	FULL NAME OF INVENTOR	FAMILY NAME Barenholz	FIRST GIVEN NAME Yechezkel	SECOND GIVEN NAME
	RESIDENCE & CITIZENSHIP	CITY Jerusalem	STATE OR FOREIGN COUNTRY Israel	COUNTRY OF CITIZENSHIP IL
	POST OFFICE ADDRESS	POST OFFICE ADDRESS 18 Nave Shannan	CITY Jerusalem 93707	STATE & ZIP CODE/COUNTRY Israel
204	FULL NAME OF INVENTOR	FAMILY NAME Turndorf	FIRST GIVEN NAME Herman	SECOND GIVEN NAME
	RESIDENCE & CITIZENSHIP	CITY New York	STATE OR FOREIGN COUNTRY New York	COUNTRY OF CITIZENSHIP US
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SIGNATURE OF INVENTOR 201

Date _____ Signature _____

SIGNATURE OF INVENTOR 202

Date _____ Signature _____

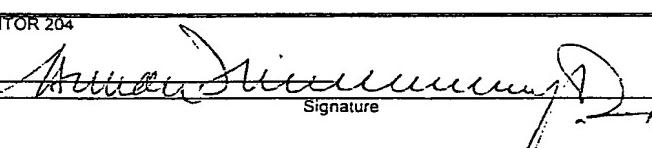
SIGNATURE OF INVENTOR 203

05 Nov 2000

Yechezkel Barenholz

SIGNATURE OF INVENTOR 204

Date _____ Signature _____

OMBINED DECLARATION AND POWER OF ATTORNEY (CONTINUED) <small>(Includes Reference to PCT International Applications)</small>			ATTORNEY'S DOCKET NO. 9325-0010.10
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SIGNATURE OF INVENTOR 204			
te	 Signature		
			11-15-00

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of:) Art Unit:
GRANT, Gilbert)
Appln. No.: 09/646,994) Examiner:
I.A. No.: PCT/US99/06958) Washington, D.C.
I.A. Filing Date: 30 March 1999))
For: LIPOSOMAL BUPIVACAINE) Atty.Docket: GRANT=1
COMPOSITIONS AND METHODS)
OF PREPARATION)

REVOCATION AND NEW POWER OF ATTORNEY
(FOR APPLICATION)

Honorable Commissioner for Patents
Washington, D.C. 20231

Sir:

Yissum Research Development Company of the Hebrew University of Jerusalem, a corporation having a place of business at 46 Jabotinsky Street, Jerusalem 91042, Israel (hereinafter "Yissum") and New York University, a corporation having a place of business at 70 Washington Square South, New York, New York 10012 (hereinafter "NYU") hereby certify that they are collectively the owners of the entire right, title and interest of the above-identified patent application by virtue of assignments from the inventors of the above-identified patent application which have been submitted for recordation at the U.S. Patent and Trademark Office, a copy of each of which is attached hereto. The undersigned (whose title is supplied

below) signing on behalf of Yissum is empowered to sign this document on behalf of Yissum. The undersigned (whose title is supplied below) signing on behalf of NYU is empowered to sign this document on behalf of NYU.

Yissum and NYU hereby revoke any and all previous Powers of Attorney and appoint all of the practitioners associated with Customer Number 001444, currently SHERIDAN NEIMARK Reg. No. 20,520, ROGER L. BROWDY, Reg. No. 25,618, ANNE M. KORNBAU, Reg. No. 25,884, JAY M. FINKELSTEIN, Reg. No. 21,082, NORMAN J. LATKER, Reg. No. 19,963, IVER P. COOPER, Reg. No. 28,005, and ALLEN C. YUN, Reg. No. 37,971 (Patent Agent), all of 624 Ninth Street, N.W., Suite 300, Washington, D.C. 20001, as its attorneys, each with full power of substitution, association and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office in connection therewith. Please direct all further correspondence with respect to this application to the address associated with Customer Number 001444, namely:

BROWDY AND NEIMARK
624 Ninth Street, N.W.
Washington, D.C. 20001
Telephone: (202) 628-5197
Facsimile: (202) 737-3528

Respectfully submitted,

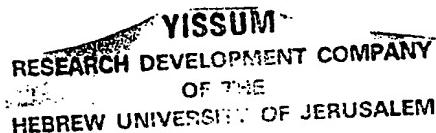
YISSUM Research Development Company

By N. Inbar
(Signature)

Date: February 18, 2001

NETTIE INBAR
(Typed Name)

SECRETARY OF THE COMPANY
(Office)



NEW YORK UNIVERSITY

By Abram Goldfinger
(Signature)

Date: 3/14/01

Abram Goldfinger
(Typed Name)

Office of Industrial Liaison
(Office)